

RECORDATION NO. 5754-A
Filed & Recorded

SUPPLEMENTAL AGREEMENT SEP 15 1970 -11 44 AM

INTERSTATE COMMERCE COMMISSION

This SUPPLEMENTAL AGREEMENT, dated as of September 1, 1970, by and between ACF INDUSTRIES, INCORPORATED, a New Jersey corporation (hereinafter called ACF), and THE BALTIMORE AND OHIO RAILROAD COMPANY, a Maryland corporation (hereinafter called B&O).

WHEREAS, ACF and B&O executed and delivered a certain Agreement dated as of June 15, 1970 (hereinafter called the Agreement), providing for the temporary use by B&O of the railroad equipment specified therein, which Agreement is of record in the office of the Secretary of the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act under Recordation No. 5752; and

WHEREAS, the parties desire to extend the term of the Agreement;

NOW, THEREFORE, in consideration of the premises and of the mutual covenants herein contained, the parties hereto agree as follows:

1. The date "September 15, 1970" appearing on pages 1 and 2 of the Agreement is hereby changed to read "November 1, 1970".

2. Hereafter all references to the Agreement in the Agreement shall be deemed to refer to the Agreement as amended by this Supplemental Agreement.

3. Except as herein specifically provided, all the terms and provisions of the Agreement shall be and remain in full force and effect.

4. In order to facilitate the filing and recording of this Supplemental Agreement, the same may be simultaneously executed in several counterparts

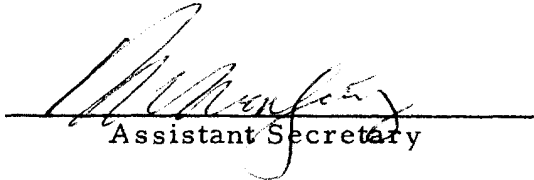
each of which shall be deemed to be an original, and such counterparts together shall constitute but one and the same instrument, which shall for all purposes be sufficiently evidenced by any such original counterpart.

IN WITNESS WHEREOF, the parties hereto have each caused this instrument to be duly executed as of the date first above set forth.

ACF INDUSTRIES, INCORPORATED

(Corporate Seal)

Attest:


Assistant Secretary


By 
Treasurer

THE BALTIMORE AND OHIO RAILROAD
COMPANY

(Corporate Seal)

Attest:


Assistant Secretary

By 
Treasurer

For all
Baltimore
R & O

STATE OF NEW YORK)
) ss:
COUNTY OF NEW YORK)

On this 10th day of September, 1970, before me personally appeared
W. C. ANDERSON, to me personally known, who, being by me duly sworn,
says that he is a ~~Vice-President~~ ^{TREASURER} of ACF INDUSTRIES, INCORPORATED, that
one of the seals affixed to the foregoing instrument is the corporate seal of
said corporation, that said instrument was signed and sealed on behalf of said
corporation by authority of its Board of Directors and he acknowledged that
the execution of the foregoing instrument was the free act and deed of said
corporation.

(Notarial Seal)

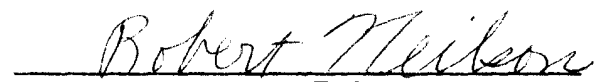

Notary Public

EDWIN F. MEYER
NOTARY PUBLIC, State of New York
No. 30-7917803
Qualified in Nassau County
Certificate filed in New York County
Commission Expires March 30, 1972

STATE OF MARYLAND)
) ss:
CITY OF BALTIMORE)

On this 4th day of September, 1970, before me personally appeared
L. C. Roig, Jr., to me personally known, who, being by me duly sworn, says
that he is the Treasurer of THE BALTIMORE AND OHIO RAILROAD COMPANY,
that one of the seals affixed to the foregoing instrument is the corporate seal
of said corporation, that said instrument was signed and sealed on behalf of
said corporation by authority of its President and Directors and he acknowledged
that the execution of the foregoing instrument was the free act and deed of said
corporation.

(Notarial Seal)


Notary Public
My Commission expires July 1, 1974.